

Mr. Curtis Brody  
Chief Financial Officer  
Sunwest Management, Inc.  
3723 Fairview Industrial Drive SE  
PO Box 3006  
Salem, Oregon 97302

1330 Connecticut Avenue NW  
Washington, DC 20036-1795

Telephone 202.429.3000  
Facsimile 202.429.3902  
www.steptoel.com

IN ACCOUNT WITH  
**STEPTOE & JOHNSON** LLP

November 16, 2009

**INVOICE**

Our Matter No. 017026.00001  
RESTRUCTURING ISSUES

Invoice No. 2323234

**For Professional Services Rendered Through October 31, 2009:**

**Fees:**

<b>Attorney/Paralegal</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
G.R. Yates	269.10	450.00	121,095.00
<b>Total Fees:</b>			<b>\$121,095.00</b>

**Expenses:**

Air Fare	4,297.20
Hotel	5,534.51
Rental Car	265.51
Taxis	855.00
Long Distance Telephone	261.90
Travel	192.47
Meals While On Travel	<u>3,185.47</u>
<b>Total Expenses:</b>	<b><u>\$14,592.06</u></b>
<b>Total Due for this Period:</b>	<b><u>\$135,687.06</u></b>

Mr. Curtis Brody  
Chief Financial Officer  
Sunwest Management, Inc.  
3723 Fairview Industrial Drive SE  
PO Box 3006  
Salem, Oregon 97302

1330 Connecticut Avenue NW  
Washington, DC 20036-1795

Telephone 202.429.3000  
Facsimile 202.429.3902  
www.steptoel.com

IN ACCOUNT WITH  
**STEPTOE & JOHNSON** LLP

November 16, 2009

**REMITTANCE**

Our Matter No. 017026.00001  
RESTRUCTURING ISSUES

Invoice No. 2323234

**For Professional Services Rendered Through October 31, 2009:**

<b>Total Fees:</b>	<b>\$121,095.00</b>
<b>Total Expenses:</b>	<b><u>\$14,592.06</u></b>
<b>Total Due for this Period:</b>	<b><u>\$135,687.06</u></b>

**INVOICE IS DUE AND PAYABLE UPON RECEIPT**

**PLEASE RETURN THIS COPY WITH YOUR REMITTANCE**

---

Please send remittance to: Steptoe & Johnson LLP  
Accounting Department  
1330 Connecticut Avenue, NW  
Washington, D.C. 20036-1795

Wiring Instructions:  
**Bank:** Wachovia Bank of Washington, D.C.  
**ABA#:** 054001220  
**Beneficiary's Account #:** 2000033223276  
**Swift Code** -- PNBP US 33  
**Beneficiary's Name:** Steptoe & Johnson LLP

**SUNWEST MANAGEMENT, INC.  
RESTRUCTURING ISSUES  
OCTOBER 2009**

<b>Date</b>	<b>Name</b>	<b>Hour</b>	<b>Description</b>
10/01/09	G.R. Yates	11.30	Meetings with CRO and Receiver to discuss game plan going forward with case. (6.9). Calls with secured lenders to explain plan (4.4).
10/02/09	G.R. Yates	11.80	Work on dispositions of property (7.4). Review and revise orders (4.4).
10/05/09	G.R. Yates	11.30	Work on secured lender restructurings (6.7) and dispositions of properties (4.6)
10/06/09	G.R. Yates	7.40	Calls with secured lenders to discuss loan restructurings.
10/06/09	G.R. Yates	4.20	Calls with lenders to discuss disposition of properties.
10/07/09	G.R. Yates	4.80	Work on Blackstone Purchase and Sale Agreement issues.
10/07/09	G.R. Yates	6.90	Calls with secured lenders to discuss loan restructurings.
10/08/09	G.R. Yates	5.80	Calls with secured lenders to discuss loan restructurings. Review term sheets.
10/08/09	G.R. Yates	6.40	Work on bare land issues.
10/09/09	G.R. Yates	6.70	Meetings with secured lenders to discuss loan restructurings.
10/09/09	G.R. Yates	5.70	Work on issues relating to Blackstone sale.
10/12/09	G.R. Yates	7.40	Negotiations with secured lenders regarding loan restructurings.
10/12/09	G.R. Yates	3.70	Work on disposition of properties.
10/13/09	G.R. Yates	6.70	Meetings and preparation for Blackstone negotiating meeting.
10/13/09	G.R. Yates	3.80	Work on secured lender restructurings.
10/14/09	G.R. Yates	8.30	Meetings with various counsel and business representatives, including Blackstone, regarding the Purchase and Sale Agreement.
10/14/09	G.R. Yates	4.30	Work on secured lender loan restructurings.
10/15/09	G.R. Yates	5.50	Mediation with secured lenders regarding loan restructurings.
10/15/09	G.R. Yates	5.90	Work on GE issues including revision of Order approving loan restructuring.

SUNWEST MANAGEMENT, INC.  
November 16, 2009

Invoice No. 2323234  
Matter No. 017026.00001

<b>Date</b>	<b>Name</b>	<b>Hour</b>	<b>Description</b>
10/16/09	G.R. Yates	6.30	Work on Blackstone due diligence issues and representations and warranties.
10/16/09	G.R. Yates	5.60	Calls to secured lenders regarding loan restructurings.
10/17/09	G.R. Yates	3.60	Meetings to discuss and mark up Blackstone Purchase and Sale Agreement.
10/18/09	G.R. Yates	3.80	Close review and mark up of Blackstone Purchase and Sale Agreement.
10/19/09	G.R. Yates	6.30	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/19/09	G.R. Yates	3.90	Address property disposition issues. Calls to counsel regarding releases.
10/20/09	G.R. Yates	5.80	Work on Blackstone issues and due diligence. Meetings on representations and warranties.
10/20/09	G.R. Yates	6.30	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/21/09	G.R. Yates	3.30	Prepare for and participate in call with Blackstone to review Purchase and Sale comments.
10/21/09	G.R. Yates	8.90	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/22/09	G.R. Yates	6.50	Work on disposition issues. Calls to secured lenders.
10/22/09	G.R. Yates	5.80	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/23/09	G.R. Yates	5.80	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/23/09	G.R. Yates	6.30	Address Blackstone issues. Conference calls with Blackstone deal counsel. Conference calls with Blackstone regulatory counsel.
10/26/09	G.R. Yates	7.80	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.

SUNWEST MANAGEMENT, INC.  
November 16, 2009

Invoice No. 2323234  
Matter No. 017026.00001

<b>Date</b>	<b>Name</b>	<b>Hour</b>	<b>Description</b>
10/26/09	G.R. Yates	5.20	Work on disposition of properties. Review committee recommendations.
10/27/09	G.R. Yates	7.60	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/27/09	G.R. Yates	4.90	Work on Blackstone issues. Conference call with Blackstone counsel to discuss Purchase and Sale Agreement.
10/28/09	G.R. Yates	6.90	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/28/09	G.R. Yates	5.70	Work on property dispositions.
10/29/09	G.R. Yates	7.30	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/29/09	G.R. Yates	4.80	Address various investor issues related to Sunwest.
10/30/09	G.R. Yates	6.60	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/30/09	G.R. Yates	6.20	Address various issues related to the Blackstone transaction.